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VERIFIED STATEMENT CLAIMING SMALL ENTITY STATUS
(37 CFR 1.9(f) & 1.27(c)) – SMALL BUSINESS CONCERN

DOCKET NO.
WRKS:005

Applicant or Patentee: C. TODD PRAISNER, et al.

Application No.: UNKNOWN

Title: DYNAMIC PAYMENT CARDS AND RELATED MANAGEMENT
SYSTEMS AND ASSOCIATED METHODS

I hereby declare that I am:

the owner of the small business concern identified below:
 an official of the small business concern empowered to act on behalf of the concern identified below:

NAME OF SMALL BUSINESS CONCERN:

Works Operating Company

ADDRESS OF SMALL BUSINESS CONCERN:

6801 N. Capital of Texas Hwy.

Building 1

Austin, TX 78731-1716

I hereby declare that the above identified small business concern qualifies as a small business concern as defined in 13 CFR 121.12, and reproduced in 37 CFR 1.9(d), for purposes of paying reduced fees to the United States Patent and Trademark Office, in that the number of employees of the concern, including those of its affiliates, does not exceed 500 persons. For purposes of this statement, (1) the number of employees of the business concern is the average over the previous fiscal year of the concern of the persons employed on a full-time, part-time or temporary basis during each of the pay periods of the fiscal year, and (2) concerns are affiliates of each other when either, directly or indirectly, one concern controls or has the power to control the other, or a third party or parties controls or has the power to control both.

I hereby declare that rights under contract or law have been conveyed to and remain with the small business concern identified above with regard to the invention described in:

the specification filed herewith with title as listed above.
 the application identified above.
 the patent identified above.

If the rights held by the above identified small business concern are not exclusive, each individual, concern or organization having rights in the invention must file separate verified statements averring to their status as small entities, and no rights to the invention are held by any person, other than the



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DECLARATION
FOR PATENT APPLICATION

As an undersigned inventor, I hereby declare that:

My residence, post office address and country of citizenship are as stated directly below my name.

I believe (check one) I am the original, first and sole inventor
 I am a joint inventor and the below named inventors are the original and
first inventors

of the subject matter which is claimed and for which a patent is sought on the invention entitled

**DYNAMIC PAYMENT CARDS AND RELATED MANAGEMENT SYSTEMS AND
ASSOCIATED METHODS**

the specification of which

(check one) is attached hereto.
 was filed on October 19, 2001
as Application Serial No. unknown,
and was amended on _____
(if applicable)

I further declare that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose to the United States Patent and Trademark Office (hereinafter "the Office") all information known to me to be material to patentability of the subject matter which is claimed as defined in 37 C.F.R. §1.56.

I hereby claim foreign priority benefits under 35 U.S.C. § 119 of any foreign application(s) for patent or inventor's certificate indicated below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s)			Priority Claimed
Number	Country	Day/Month/Year Filed	Yes No
None			X

I hereby claim the benefit under 35 U.S. C. §119(e) of any United States provisional application listed below:

Provisional Application Serial No.
60/242,493
60/276,819

Filing Date
October 23, 2000
March 16, 2001



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I hereby claim the benefit under 35 U.S.C. § 120 of any United States application(s) listed below and, insofar as the subject matter of each of the claims of this application is not disclosed in the prior United States application in the manner provided by the first paragraph of 35 U.S.C. § 112, I acknowledge the duty to disclose to the Office all information known to me to be material to patentability as defined in 37 C.F.R. § 1.56, which became available between the filing date of the prior application and the national or PCT international filing date of this application:

Application Serial No. Filing Date

09/409,316
09/717,728

Status (patented, pending, abandoned)

Pending -- filed September 28, 1999
Pending -- filed November 21, 2000

Address all correspondence and telephone calls to the following:

Brian W. Peterman
O'KEEFE, EGAN & PETERMAN, LLP
1101 Capital of Texas Highway South
Building C, Suite 200
Austin, TX 78746
(512) 347-1611
(512) 347-1615 (Fax)

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further, that these statements were made with the knowledge that willful false statements and the like are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and may jeopardize the validity of the application or any patent issued thereon.

Full name of first joint inventor: C. Todd Praisner

Inventor's Signature

12/21/01

Date

Residence: 7454 Stephens School Rd, Austin TX 78746 USA

Citizenship: USA

Post Office Address: Same

(enter "same" if mailing address is same as residence address)

Full name of second joint inventor: James R. Holland, IV

Inventor's Signature

12/21/01

Date

Residence: _____

Citizenship: _____

Post Office Address: _____

(enter "same" if mailing address is same as residence address)



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Full name of third joint inventor: Roy H. Kipp, Jr.

Inventor's Signature [Signature]

1/9/02
Date

Residence: 4810 E DESERTON ST, AUSTIN, TX 78730

Citizenship: USA

Post Office Address:

(enter "same" if mailing address is same as residence address)

Full name of fourth joint inventor: Melissa T. Balbach

Inventor's Signature _____

Date

Residence: _____

Citizenship: _____

Post Office Address:

(enter "same" if mailing address is same as residence address)

Full name of fifth joint inventor: William R. Leiserowitz

Inventor's Signature William R. Leiserowitz

1/21/02
Date

Residence: 11019 Galleria Corte, Austin, Tx 78759

Citizenship: USA

Post Office Address: Same

(enter "same" if mailing address is same as residence address)



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DECLARATION
FOR PATENT APPLICATION

As an undersigned inventor, I hereby declare that:

My residence, post office address and country of citizenship are as stated directly below my name.

I believe (check one) I am the original, first and sole inventor
 I am a joint inventor and the below named inventors are the original and
first inventors

of the subject matter which is claimed and for which a patent is sought on the invention entitled

**DYNAMIC PAYMENT CARDS AND RELATED MANAGEMENT SYSTEMS AND
ASSOCIATED METHODS**

the specification of which

(check one) is attached hereto.
 was filed on October 19, 2001
as Application Serial No. unknown,
and was amended on _____
(if applicable)

I further declare that I have reviewed and understand the contents of the above identified specification, including the claims, as amended by any amendment referred to above.

I acknowledge the duty to disclose to the United States Patent and Trademark Office (hereinafter "the Office") all information known to me to be material to patentability of the subject matter which is claimed as defined in 37 C.F.R. §1.56.

I hereby claim foreign priority benefits under 35 U.S.C. § 119 of any foreign application(s) for patent or inventor's certificate indicated below and have also identified below any foreign application for patent or inventor's certificate having a filing date before that of the application on which priority is claimed:

Prior Foreign Application(s)		Priority Claimed	
Number	Country	Yes	No
None			X

I hereby claim the benefit under 35 U.S. C. §119(e) of any United States provisional application listed below:

Provisional Application Serial No.

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Building C, Suite 200
Austin, TX 78746
(512) 347-1611
(512) 347-1615 (Fax)

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further, that these statements were made with the knowledge that willful false statements and the like are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code and may jeopardize the validity of the application or any patent issued thereon.

Full name of first joint inventor: C. Todd Praisner

Inventor's Signature _____ Date _____

Residence: _____

Citizenship: _____

Post Office Address: _____
(enter "same" if mailing address is same as residence address)

Full name of second joint inventor: James R. Holland, IV

Inventor's Signature _____ Date _____

Residence: _____

Citizenship: _____

Post Office Address: _____
(enter "same" if mailing address is same as residence address)



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Full name of third joint inventor: Roy H. Kipp, Jr.

Inventor's Signature _____ Date _____

Residence: _____

Citizenship: _____

Post Office Address: _____
(enter "same" if mailing address is same as residence address)

Full name of fourth joint inventor: Melissa T. Balbach

Inventor's Signature Melissa Balbach Date 1/16/02

Residence: 645 Sycamore Lane, Glencoe, IL 60022

Citizenship: American

Post Office Address: same
(enter "same" if mailing address is same as residence address)

Full name of fifth joint inventor: William R. Leiserowitz

Inventor's Signature _____ Date _____

Residence: _____

Citizenship: _____

Post Office Address: same
(enter "same" if mailing address is same as residence address)

inventor, who would not qualify as an independent inventor under 37 CFR 1.9(c) if that person made the invention, or by any concern which would not qualify as a small business concern under 37 CFR 1.9(d), or a nonprofit organization under 37 CFR 1.9(e).

Each person, concern or organization having any rights in the invention is listed below:

no such person, concern or organization exists.
 each such person, concern or organization is listed below:

Separate verified statement is required from each named person, concern or organization having rights to the invention averring to their status as small entities. (37 CFR 1.27)

I acknowledge the duty to file, in this application or patent, notification of any change in status resulting in loss of entitlement to small entity status prior to paying, or at the time of paying, the earliest of the issue fee or any maintenance fee due after the date on which status as a small entity is no longer appropriate. (37 CFR 1.28(b)).

I hereby declare that all statements made herein of my own knowledge are true and that all statements made on information and belief are believed to be true; and further that these statements were made with the knowledge that willful false statements and the like so made are punishable by fine or imprisonment, or both, under Section 1001 of Title 18 of the United States Code, and that such willful false statements may jeopardize the validity of the application, any patent issuing thereon, or any patent to which this verified statement is directed.

NAME OF PERSON SIGNING: C. Todd Praisner.

TITLE OF PERSON IF OTHER THAN OWNER: Vice President

ADDRESS OF PERSON SIGNING: Works Operating Company
6801 N. Capital of Texas Hwy.
Building 1
Austin, TX 78731-1716

SIGNATURE:  DATE: 12/21/01



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IN THE UNITED STATES PATENT AND TRADEMARK OFFICE

In re Application of: C. Todd Praisner et al.

Filed: October 19, 2001

For: DYNAMIC PAYMENT CARDS AND RELATED MANAGEMENT SYSTEMS AND ASSOCIATED METHODS

Serial No.: Unknown

Group Art Unit: Unknown

Examiner: Unknown

Atty Dkt: WRKS:005

CERTIFICATE OF MAILING UNDER 37 C.F.R. 1.8

Pursuant to 37 C.F.R. 1.8, I certify that this correspondence is being deposited with the U.S. Postal Service in a first class envelope, postage prepaid, addressed to: Assistant Commissioner of Patents, Washington, D.C. 20231 on the date below:

5-7-02

Kelliie Feltkamp

Date

[Name]

Assistant Commissioner For Patents
Washington, D.C. 20231

**STATEMENT UNDER 37 C.F.R. §3.73(b),
ELECTION UNDER 37 C.F.R. §3.71, and
POWER OF ATTORNEY**

Sir:

This document provides a Statement under §3.73 by the Assignee, an Election by the Assignee under §3.71 to prosecute at the exclusion of the inventor(s), and a Power of Attorney from the Assignee.

Statement Under §3.73(b)

The undersigned states that it is the Assignee of the entire right, title and interest in the Patent application identified above by virtue of either:

A. An Assignment from the inventor(s) of the patent application/patent identified above. The assignment was recorded in the United States Patent and Trademark Office at Reel _____, Frame _____, or for which a copy thereof is attached.

OR

B. A chain of title from the inventor(s), of the patent application/patent identified above, to the current assignee as shown below:

1. From: _____ To: _____ The
document was recorded in the United States Patent and Trademark Office at _____, Reel _____
_____, Frame _____, or for which a copy thereof is attached.
2. From: _____ To: _____ The
document was recorded in the United States Patent and Trademark Office at Reel _____, Frame
_____, or for which a copy thereof is attached.
3. From: _____ To: _____ The
document was recorded in the United States Patent and Trademark Office at Reel _____, Frame
_____, or for which a copy thereof is attached.

Additional documents in the chain of title are listed on a supplemental sheet.

Copies of assignments or other documents in the chain of title are attached.

[NOTE: A separate copy (*i.e.*, the original assignment document or a true copy of the original document) must be submitted to Assignment Division in accordance with 37 CFR Part 3, if the assignment is to be recorded in the records of the USPTO. See MPEP 302.08]

The undersigned (whose title is supplied below) is empowered to sign this statement on behalf of the assignee.

Election under §3.71

The Assignee hereby elects under 37 C.F.R. §3.71 to prosecute the application to the exclusion of the inventor(s).

Power of Attorney

The Assignee revokes any previous Powers of Attorney and appoints Robert M. O'Keefe, Reg. No. 35,630; Richard D. Egan, Reg. No. 36,788; Brian W. Peterman, Reg. No. 37,908, William W. Enders, Reg. No. 41,735, and Maximilian R. Peterson, Reg. No. 46,469, each an attorney of the firm of O'KEEFE, EGAN & PETERMAN, LLP, as its attorney for so long as they remain with such firm, with full power of substitution and revocation, to prosecute the application, to make alterations and amendments therein, to transact all business in the Patent and Trademark Office in connection therewith, and to receive any Letters Patent, and for one year after issuance of such Letters Patent to file any request for a certificate of correction that may be deemed appropriate.

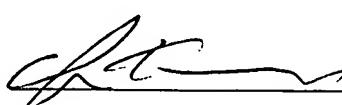
Future Communications

Please direct all communications as follows:

Brian W. Peterman
O'KEEFE, EGAN & PETERMAN, LLP
1101 Capital of Texas Highway South
Building C, Suite 200
Austin, Texas 78746
512/347-1611
FAX 512/347-1615

ASSIGNEE:

WORKS OPERATING COMPANY

By: 

Name: C. Todd Praisner

Date: 12/21/01

Title: Vice President
(Please print)